

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:	§	
	§	
H.C. JEFFRIES TOWER	§	CASE NO. 17-35027-H5-11
COMPANY, INC.	§	(Chapter 11)
Debtor	§	JUDGE BROWN
	§	
FORD STEEL, LLC	§	CASE NO. 17-35028-H5-11
Debtor	§	(Chapter 11)
	§	JUDGE BROWN

Emergency Motion for Order Authorizing Joint Administration

This motion seeks an order that may adversely affect you. If you oppose the motion, you should immediately contact the moving party to resolve the dispute. If you and the moving party cannot agree, you must file a response and send a copy to the moving party. You must file and serve your response within 21 days of the date this was served on you. Your response must state why the motion should not be granted. If you do not file a timely response, the relief may be granted without further notice to you. If you oppose the motion and have not reached an agreement, you must attend the hearing. Unless the parties agree otherwise, the court may consider evidence at the hearing and may decide the motion at the hearing.

Emergency relief has been requested, if the Court considers the Motion on an emergency basis, then you will have less than 21 days to answer, if you object to the requested relief or if you believe that the emergency consideration is not warranted, you should file an immediate response.

Represented parties should act through their attorney.

TO THE HONORABLE KAREN BROWN, UNITED STATES BANKRUPTCY JUDGE:

H.C. Jeffries Tower Company, Inc., Debtor-in-Possession herein files this Emergency Motion for Order Authorizing Joint Administration of the above referenced cases under Federal Bankruptcy Rule 1015 (b)(4) and Local Bankruptcy Rule 1015-1, and in support thereof would show this Court as follows:

I.
Jurisdiction and Venue

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §1334. Venue is proper pursuant to 28 U.S. C. §§1408 and 1409. This is a core preceeding pursuant to 28 U.S.C. §157(b)(2)(A).

II.
History and Background

2. On August 21, 2017, H.C. Jeffries Tower Company, Inc. (“Tower”), filed a Voluntary Petition under Chapter 11 of Title 11 of the United States Code.
3. Also on August 21, 2017, Ford Steel, LLC (“Steel”) filed a Voluntary Petition under Chapter 11 of Title 11 of the United States Code.
4. The Debtors are operating as Debtors-in-Possession pursuant to 11 U.S.C. §§1107(a) and 1108 and no Trustee has been appointed.

A. The Debtors’ Businesses:

5. Tower was formed as a dba of Herbert C. Jeffries in 1979 and was incorporated on December 2, 1999. It specializes in broadcast tower erection, fabrication, manufacturing, maintenance, management, retrofitting, repair, and any other tall tower needs in the continental United States. It has been providing superior tower fabrication, erection and maintenance for the tall tower TV, FM and other broadcast service industries since its inception and is one of only a handful of tall tower companies acknowledged by the Federal Government to build the tallest towers.
6. Herbert C Jeffries ownes 100% of Tower.
7. Herbert C. Jeffries purchased the company that became Steel as a going concern in 2006, and formed it as a limited liability company on August 9, 2006. Steel is an AISC

certified steel fabricator using state of the art CNC machinery. It fabricates platforms, skids, ladders, communication/broadcast towers, custom fabrication for customers world wide.

8. Herbert C. Jeffries owns 86% of Steel and Steve Bales owns the remaining 14% of that company.

B. Description of Secured Debt:

a. Equitable Life & Casualty Company:

9. On February 27, 2009, Steel entered into a promissory note (the “Note”), deed of trust, and other loan documentation with Equitable Life & Casualty Insurance Company (“Equitable”) in the original amount of \$2,950,000.00 secured by the real property located at 24900 Ford Road, Porter, Texas 77365-5452. Although a UCC-1 Financing Statement was prepared to grant additional liens on Steel’s personal property, it was never filed with the Secretary of State for the State of Texas and therefore any lien on Steel’s personal property is unperfected.
10. As Steel was in default under the Note, on July 12, 2017, a forbearance agreement was entered into between Steel, Equitable as Lender and National Guaranty Life Insurance Company (“National”) as Participant. Pursuant to the forbearance agreement National had obtained a 70% participation interest in the Note and other loan documentation. Equitable agreed to a forbearance period whereby it agreed to forbear from exercising its rights and remedies under the Note and other loan documents as a result of the existing defaults under the Note. At that time the principal balance on the Note was purported to be \$1,890,309.81, interest at the rate of 7.5% as of July 5, 2017 in the amount of \$124,517.04, compound interest at the rate of 7.5% in the amount of \$51,805.57,

“agreed” default interest in the amount of \$550,703.03, and late fees in the amount of \$25,982.50.¹ During the forbearance period, Steel agreed to pay weekly payments totaling a minimum of \$27,350 per month towards the Note, and an additional \$500 per month as a forbearance fee until the maturity date of the Note, march 1, 2014.

b. The Bank & Trust of Bryan/College Station:

11. On December 6, 2010, The Bank & Trust of Bryan/College Station (“Bank”), Tower, and Steel executed a promissory note (the “Bank Note”) evidencing indebtedness in the amount of \$671,871.12 secured by personal and real property described in an Extension and Modification of Promissory Note and Real Estate Lien dated June 23, 2011², and recorded as Document No. 2011085662 in the Public Records of Montgomery County, Texas. Herbert C. Jeffries (“Jeffries”) executed a personal guaranty of the Bank Note.
12. The Bank filed amendments to the Texas Enterprise Bank’s UCC-1 Financing Statements on July 21, 2010, on November 2, 2011, and July 10, 2014. The Bank also filed its own UCC-1 Financing Statements on September 17, 2010, and January 3, 2011 (collectively the “UCC-1 Filings”). The UCC-1 Filings were against both Tower and Steel and constitute a blanket lien on all of the Debtors’ assets.
13. On February 28, 2013, the Bank, Tower, Steel and Jeffries entered into a Standstill Agreement whereby the Bank agreed to forego all remedies under the Bank Note in return for payments of \$20,000 per month until the earlier of September 1, 2013 or the date the Bank gave Tower and Steel a termination notice. Tower and Steel defaulted under the Standstill Agreement. On June 28, 2017, the Bank filed suit in Montgomery County, Texas in a case styled *The Bank & Trust of Bryan/College Station v. H.C.*

¹ Ford reserves the right to challenge the accuracy of the principal, interest charges and late fees.

² The indebtedness to Bank actually dates back to 2006 via a loan from Texas Enterprise Bank which was subsequently purchased by Bank.

Jeffries Tower Company, Inc., Ford Steel, L.L.C. and Herbert C. Jeffries, Case No. 17-001700-CV-85 in the 85th Judicial District Court of Brazos County, Texas to collect on the Bank Note.

c. The Internal Revenue Service:

14. Both Tower and Steel are indebted to the Internal Revenue Service (the “IRS”) for 940 and 941 taxes between 2012 and 2016.

15. The IRS filed Notices of Federal Tax Liens against Tower in the total amount of \$1,546,965.69 on the following dates:

- a. March 5, 2012, in the amount of \$133,333.88;
- b. March 13, 2013, in the amount of \$395,165.64;
- c. April 15, 2013, in the amount of \$94,755.50;
- d. July 26, 2013, in the amount of \$73,910.03;
- e. June 17, 2014, in the amount of \$183,448.87;
- f. August 13, 2014, in the amount of \$83,688.52;
- g. December 23, 2014, in the amount of \$125,548.83;
- h. July 13, 2016, in the amount of \$289,316.91;
- i. January 20, 2017, in the amount of \$40,594.67;
- j. February 13, 2017, in the amount of \$47,087.20; and,
- k. June 14, 2017, in the amount of \$80,115.64.

Tower has remained current on its indebtedness to the IRS for the year 2017.

16. The IRS filed Notices of Federal Tax Liens against Steel in the total amount of \$2,253,756.77 on the following dates:

- a. August 5, 2013, in the amount of \$23,521.13;
- b. July 30, 2014, in the amount of \$631,830.04;
- c. August 4, 2014, in the amount of \$277,567.94;
- d. January 12, 2015, in the amount of \$194,036.26;
- e. August 10, 2015, in the amount of \$12,266.21;
- f. November 9, 2015, in the amount of \$43,301.66;
- g. November 20, 2015, in the amount of \$133,128.94;
- h. February 6, 2017, in the amount of \$752,895.65;
- i. February 13, 2017, in the amount of \$56,908.01; and,
- j. July 18, 2017, in the amount of \$128,300.93.

Steel has remained current on its indebtedness to the IRS for the year 2017.

C. Work on the Books:

17. Tower currently has over Ten Million Dollars (\$10,000,000) in projects awarded to it to repair/replace existing tall towers and to build new tall towers.
18. Steel currently has over Two Million Seven Hundred Thousand (\$2,700,000) in projects awarded to it to fabricate platforms, skids, and ladders. It will also receive order from Tower for communication/broadcast towers to complete the work Tower has been awarded.

**III.
Relief Requested**

19. Bankruptcy Rule 1015(b) provides that if two or more petitions are pending in the same court by or against a debtor and an affiliate, the court may order joint administration of the estates of the debtor and such affiliates. Although the Debtors in the instant proceeding are not affiliates, they share many of the same creditors, the same majority owners, and the same management.
20. Local Bankruptcy Rule 1015 - (b) provides that a motion for joint administration must be made to the Judge with the lowest case number.
21. As Tower and Steel have essentially the same ownership and essentially the same secured creditors. According to Federal Rule of Bankruptcy Procedure 1015, the primary considerations to be weighed by the Court when considering joint administration are (1) protecting creditors of different estates against potential conflicts of interest and (2) avoiding unnecessary costs and delays.
22. As Tower and Steel are “companion” companies and management and operations of the two Debtors is compromised of largely the same individuals. The undersigned counsel

is unaware of potential conflicts of interest between the two Debtors that would potentially harm their respective creditors. Joint administration will save substantial costs and prevent delays, which will serve the interests of both estates and their creditors, will in turn foster the most expeditious and economical administration of the estates.

23. It would be far more practical and expedient for the administration of the Chapter 11 Cases if the Court were to authorize joint administration. The Debtors envision that many of the motions, hearings and other matters involved in the Chapter 11 Cases will affect both Debtors. Consequently, joint administration will reduce costs and facilitate a more efficient administrative process, unencumbered by the procedural problems otherwise attendant the the administration of separate chapter 11 cases.

24. Emergency consideration is requested as the Debtors will be filing emergency motions for use of cash collateral and other motions that could be heard at the same time.

Wherefore, Premises Considered, H.C. Jeffries Tower Company, Inc. and Ford Steel, LLC, pray that this Court enter an order for Joint Administration and/or Transfer of Cases thereby jointly administering the two Debtors, and for such other and further relief, at law and in equity as this Court deems just.

Respectfully submitted this 21st day of August, 2017.

Cooper & Scully, PC.

By: /s/ Julie M. Koenig

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Attorneys for the Debtor

Certificate of Service

I hereby certify that a true and correct copy of the foregoing has been served on all of the parties on the attached service list, including parties requesting notice, via either ECF Notification or by first class mail, proper postage affixed, on the 21st day of August, 2017

By: /s/ Julie M. Koenig
Julie M. Koenig

Label Matrix for local noticing 0541-4 Case 17-35027 Southern District of Texas Houston Mon Aug 21 12:49:18 CDT 2017	H.C. Jeffries Tower Company, Inc 24900 Ford Road Porter, TX 77365-5452	4 United States Bankruptcy Court PO Box 61010 Houston, TX 77208-1010
ADT Security Services P.O. Box 371878 Pittsburg, PA 15250-7878	AMEX P.O. Box 650448 Dallas, TX 75265-0448	ATTORNEY GENERAL TAX DIV. - BANKRUPTCY POB 12548 AUSTIN, TX 78711-2548
American Tower PO Box 2009 Woburn, MA 01888-0009	Applied Bank P.O. Box 701465 Philadelphia, PA 19176-0165	Attorney General Department of Justice 10th and Constitution Ave N.W. Rm. 400 Washington, D.C 20530-0001
Automatic Pump&Equipment Co P.O. Box 26012 Beaumont, TX 77720-6012	Capital One P.O. Box 60599 City of Industry, CA 91716-0599	Chamberlain Hrdlicka 1200 Smith Street, Suite 1400 Houston, TX 77002-4496
Cooper & Scully, P.C. 815 Walker St., Suite 1040 Houston, TX 77002-5776	Currin, Wuest, Mielke, Paul & Knapp, PLL 800 Rockmead Drive, Suite 220 Kingwood, TX 77339-2197	Ericson Air crane P.O. Box 3247 Central Point, OR 97502-0010
Federal Express PO Box 660481 Dallas, TX 75266-0481	First Premier PO Box 5529 Sioux Falls, SD 57117-5529	Ford Steel LLC 24800 Ford Road Porter, TX 77365-5450
Forward Edge Inc P.O.BOX 3140 HOUSTON, TX 77253-3140	Franklin Patterson 1002 GROVEWOOD LANE Houston, TX 77008-6304	Godwin Lewis 1201 Elm Street, Ste. 1700 Dallas, TX 75270-2041
HARRIS COUNTY/CITY OF HOUSTON C/O BANKRUPTCY DEPT PO BOX 3064 HOUSTON, TX 77253-3064	HJ Tower Management Inc. 24900 Ford Road Porter, TX 77365-5452	Harris County c/o John Dillman PO Box3064 Houston, TX 77253-3064
IRS 8701 S. GESSNER HOUSTON, TX 77074-2944	(p)INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATIONS PO BOX 7346 PHILADELPHIA PA 19101-7346	Internal Revenue Service 12941 North Freeway, Ste. 316 Stop HNW Houston, TX 77060-1241
Internal Revenue Service Insolvency Department PO Box 7346 Philadelphia, PA 19101-7346	Jeremy Proske 22059 Woodmoss Court Porter, TX 77365-3646	MONTGOMERY COUNTY TAX COLLECTOR 400 N SAN JACINTO CONROE, TX 77301-2823

Maverick Unlimited Inc.
119 Center Street
Seville, OH 44273-9504

NDL Chicago
P O Box 355
Summit, IL 60501-0355

Not Ltd
3801 La Plata Highway
Farmington, NM 87401-1826

Paul J. Ford and Co. Structural Engineer
250 East Broad Street # 600
Columbus, OH 43215-3708

Premier Trailer Leasing
8222 Market Street
Houston, TX 77029-2416

SECURITIES AND EXCHANGE
COMMISSION
450 FIFTH STREET NW
WASHINGTON, DC 20549-0006

SGS Towers
315 W.Huron Street, Suite 120
Ann Arbor, MI 48103-4262

Sagebrush Towers Inc.
24900 Ford Road
Porter, TX 77365-5452

Skyline Steel I
8 Woodhollow Road, Suite 102
Parsippany, NJ 07054-2829

Specialty Tower Lighting, Ltd.
1630 Elmview Dr.
Houston, TX 77080-7223

Standard Premium TX Auto
PO BOX 52-2941
Miami, FL 33152-2941

Steve Bales
909 Crystal Creek Dr.
Austin, TX 78746-4709

Suddenlink
PO Box 660365
Dallas, TX 75266-0365

T-TEX INDUSTRIES
8302 Alameda Genoa Road
Houston, TX 77075-2560

TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
111 E. 17TH STREET
AUSTIN, TX 78774-0100
Attn: Bankruptcy Dept

Texas Comptroller / SALES TAX
111 E. 17th Street
Austin, TX 78774-0100

Texas Mutual Ins. Co.(workers comp)
PO Box 841843
Dallas, TX 75284-1843

Texas Workforce Commission
PO Box 149037
Austin, Texas 78714-9037

The Bank & Trust of Bryan/College Statio
1716 Briarcrest, Suite 400
Bryan, TX 77802-2766

Trout Tire Company
25044 FM 1314
Porter, TX 77365-5298

Tupa Ventures, Inc
26212 Whispering Pines
Magnolia, TX 77355-8294

UNITED STATES TRUSTEE
515 Rusk Avenue, Ste. 3516
Houston, Texas 77002-2604

US Trustee
Office of the US Trustee
515 Rusk Ave
Ste 3516
Houston, TX 77002-2604

United Health Care
United Health Care Department CH10151
Palatine, IL 60055-0151

Julie Mitchell Koenig
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815 Walker, Suite 1040
Houston, TX 77002-5776

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g) (4).

IRS
PO BOX 149047
AUSTIN, TX 78714

(d) Internal Revenue Service
1919 Smith St.
Stop 5024 HOU
Houston, TX 77002

(d) Internal Revenue Service
STOP 6692 AUSC
Austin, TX 73301-0030

End of Label Matrix	
Mailable recipients	54
Bypassed recipients	0
Total	54

Label Matrix for local noticing
0541-4
Case 17-35028
Southern District of Texas
Houston
Mon Aug 21 11:06:04 CDT 2017

AISC Industry Fund
Dept. 978763 P.O. Box 8763
Carol Stream, IL 60197-8763

American Logistics Group
68 S SERVICE RD 100
MELVILLE, NY 11747-2350

Aztec Galvanizing Services
P.O. Box 843771
Dallas, TX 75284-3771

Carboline Company
2150 Schuetz Road
St. Louis, MO 63146-3517

Conroe Welding Supply, Inc.
P.O. Box 2588
Conroe, TX 77305-2588

Currin, Wuest, Mielke, Paul & Knapp, PLL
800 Rockmead, Suite 220
Kingwood, TX 77339-2197

Equitable Life and Casualty Insurance Co
3 Triad Center
Salt Lake City, UT 84180-1211

Grainger
P.O. Box 419267
Kansas City, MO 64141-6267

HARRIS COUNTY/CITY OF HOUSTON
C/O BANKRUPTCY DEPT
PO BOX 3064
HOUSTON, TX 77253-3064

Ford Steel, LLC
24800 Ford Road
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ATTORNEY GENERAL
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POB 12548
AUSTIN, TX 78711-2548

American Petroleum Institute
P.O. Box 1425
Merrifield, VA 22116-1425

Bozeman Engineering, Inc.
5868 Westheimer, #309
Houston, TX 77057-5641

Chamberlain Hrdlicka
1200 Smith Street Suite 1400
Houston, TX 77002-4496

Cooper & Scully, P.C.
815 Walker St., Suite 1040
Houston, TX 77002-5776

D&L QUALITY PAINTING INC
12212 GREEN RIVER DR
HOUSTON, TX 77044-2213

Esskay Structures, Inc.
2950 Short Court
Vienna, VA 22181-5906

Griffin Trade Group LLC
12777 Jones Rd. Ste. 315
Houston, TX 77070-4692

HJ Tower Management Inc.
24900 Ford Road
Porter, TX 77365-5452

United States Bankruptcy Court
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Houston, TX 77208-1010

American Express
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Dallas, TX 75265-0448

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Washington, D.C 20530-0001

C. W. Rod Tool Company, L.P.
P.O. Box 4346, Dept. 271
Houston, TX 77210-4346

Cleveland Punch and Die Company
P.O. Box 92594-T
Cleveland, OH 44190-0001

Crown Industrial LLC.
P.O. Box 471
Willow Grove, PA 19090-0471

Entergy
P.O. Box 8104
Baton Rouge, LA 70891-8104

Fort Worth Tower LLC
P.O. Box 848366
Dallas, TX 75284-8366

Gulf Coast Steel Inc.
9420 Knight Rd.
Houston, TX 77045-1206

Harris County
c/o John Dillman
PO Box3064
Houston, TX 77253-3064

IRS
8701 S. GESSNER
HOUSTON, TX 77074-2944

(P) INTERNAL REVENUE SERVICE
CENTRALIZED INSOLVENCY OPERATIONS
PO BOX 7346
PHILADELPHIA PA 19101-7346

IWS Gas & Supply of Texas, LTD.
125 Thruway Park
Broussard, LA 70518-3601

Internal Revenue Service
12941 North Freeway, Ste. 316 Stop HNW
Houston, TX 77060-1241

Internal Revenue Service
Insolvency Department
PO Box 7346
Philadelphia, PA 19101-7346

Intertek Asset Integrity Management, Inc
P.O. Box 419435
Boston, MA 02241-9435

Konecranes Inc.
P.O. Box 641807
Pittsburgh, PA 15264-1807

Landsberg
P.O. Box 731575
Dallas, TX 75373-1575

Lantek Systems, Inc.
5155 Financial Way, Suite #6
Mason, OH 45040-0055

MONTGOMERY COUNTY
TAX COLLECTOR
400 N SAN JACINTO
CONROE, TX 77301-2823

Marco
701 East Boulevard
Deer Park, TX 77536-1915

McNichols Company
P.O. Box 101211
Atlanta, GA 30392-1211

Meadow Lark Agency Inc.
PO Box 150029
Ogden, UT 84415-0029

Memorial Herman Health Plan
P.O.BOX 223767
DALLAS, TX 75222-3767

Metelmex Int, INC.
3006 April Ln.
Houston, TX 77092-7216

Northern Safety Company, Inc.
P.O. Box 4250
Utica, NY 13504-4250

Prystash Insurance Agency
2207 Danbury P.O. Box 17926
San Antonio, TX 78217-0926

Puma Chemical
P.O. Box 67
Marble, NC 28905-0067

Quincy Compressor
PO Box 123427
Dallas, TX 75312-3427

Rick Peterson
RL Land Services LLC
4111 Fitzwater Drive
Spring, TX 77373-7444

S&B Modular Operations, Ltd.
3959 Oscar Nelson Jr. Dr.
Baytown, TX 77523-8022

SECURITIES AND EXCHANGE
COMMISSION
450 FIFTH STREET NW
WASHINGTON, DC 20549-0006

Sagebrush Towers Inc.
24900 Ford Road
Porter, TX 77365-5452

Sepco Septic Service
80 Westbrook Circle
Waller, TX 77484-9703

Service Steel Warehouse, L.P.
P.O. Box 843965
Dallas, TX 75284-3965

Standard Premium
13590 SW 134th Ave, Suite 214
Miami, FL 33186-4576

Standard Premium-Auto
13590 SW 134th Ave, Suite 214
Miami, FL 33186-4576

Steel and Pipe Supply Co.
P.O.BOX 731266
Dallas, TX 75373-1266

Steve Bales
909 Crystal Creek Dr.
Austin, TX 78746-4709

SuddenLink
P.O. Box 660365
Dallas, TX 75266-0365

TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
 111 E. 17TH STREET
 AUSTIN, TX 78774-0100
 Attn: Bankruptcy Dept

Texas Workforce Commission
 PO Box 149037
 Austin, Texas 78714-9037

The Bank & Trust of Bryan/College Station
 1716 Briarcrest, Suite 400
 Bryan, TX 77802-2766

Triple-S Steel Supply Co.
 P.O. Box 21119
 Houston, TX 77226-1119

Tupa Ventures, Inc
 26212 Whispering Pines St.
 Magnolia, TX 77355

TxTag
 P.O. Box 650749
 Dallas, TX 75265-0749

U-Stone Tooling Co. Inc
 P.O. Box 9402
 Houston, TX 77261-9402

UNITED STATES TRUSTEE
 515 Rusk Avenue, Ste. 3516
 Houston, Texas 77002-2604

US Trustee
 Office of the US Trustee
 515 Rusk Ave
 Ste 3516
 Houston, TX 77002-2604

United Tool and Fastener, Inc.
 P.O. Box 38951
 Houston, TX 77238-8951

Xerox Capital Services, LLC
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 Pasadena, CA 91109-7405

Julie Mitchell Koenig
 Cooper & Scully, PC
 815 Walker, Suite 1040
 Houston, TX 77002-5776

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

IRS
 PO BOX 149047
 AUSTIN, TX 78714

(d)Internal Revenue Service
 1919 Smith St.
 Stop 5024 HOU
 Houston, TX 77002

(d)Internal Revenue Service
 STOP 6692 AUSC
 Austin, TX 73301-0030

End of Label Matrix
 Mailable recipients 71
 Bypassed recipients 0
 Total 71